

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

Re: ECF No. 21348

(Jointly Administered)

**URGENT CONSENSUAL MOTION
FOR FURTHER EXTENSION OF RESPONSE DEADLINES**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Commonwealth of Puerto Rico (the “Commonwealth”), the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”), and the Puerto Rico Public Buildings Authority (“PBA” and, collectively with the Commonwealth and ERS, the “Debtors”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the sole Title III representative of the Debtors pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),²

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Last Four Digits of Federal Tax ID: 3801) (Last Four Digits of Federal Tax ID: 3801) (Bankruptcy Case No. 19-BK-5523-LTS). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² PROMESA is codified at 48 U.S.C. §§ 2101–2241.

respectfully submit this urgent consensual motion (the “Urgent Motion”) for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), extending the deadlines established in the *Order Granting Urgent Motion for Extension of Response Deadlines and Rescheduling of Hearing Date* [ECF No. 21348] (the “Extension Order”), and state as follows:

Background

1. On January 18, 2022, the Court entered the *Order and Judgment Confirming Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico, and the Puerto Rico Public Buildings Authority* [ECF No. 19813] (the “Confirmation Order”), confirming the *Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.*, [ECF No 19784] (as amended, supplemented, or modified, the “Plan”).³

2. On March 15, 2022, the Effective Date of the Plan occurred, and the Plan was substantially consummated [ECF No. 20349]. Pursuant to Section 1.51 and Article III of the Plan and decretal paragraph 44 of the Confirmation Order, the deadline for filing proofs of Administrative Expense Claims was June 13, 2022 (the “Administrative Claim Bar Date”). *Id.*

3. The following motions seeking, among other things, allowance and payment of Administrative Expense Claims were filed on or before the Administrative Claim Bar Date (collectively, the “Administrative Expense Motions”):

ECF No.	Motion	Party ⁴
21187	<i>Evertec’s Motion for Allowance of an Administrative Expense Claim</i>	Evertec Group, LLC (“ <u>Evertec</u> ”)

³ Unless otherwise defined herein, capitalized terms shall have the meanings ascribed thereto in the Plan.

⁴ The parties below are collectively the “Movants”.

ECF No.	Motion	Party ⁴
21191	<i>Ricoh Puerto Rico, Inc.'s Motion for Allowance and Payment of Administrative Expense Claim in the sum of \$4,864,017.20</i>	Ricoh Puerto Rico, Inc.
21192	<i>Plaintiff Blanca Iris Marrero's Motion for Allowance and Payment of Administrative Expense Claim</i>	Blanca Iris Marrero
21194	<i>Application for Allowance and Payment of Administrative Expense Claims Filed by Group Wage Creditors in the Litigation Caption Madeline Acevedo Camacho v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>	2,819 active or former full-time career employees at the Family Department, and its administrations who are parties to the litigation captioned <i>Madeline Acevedo Camacho et als v Family Department the ARV and AIJ</i> ; CASP Case No. 2016-05-1340
21195	<i>Application for Allowance of Administrative Priority Claims and Requesting an Order for Immediate Payment Filed by Judgment Claimants Case Carmen Socoro Cruz Hernandez et als v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>	Certain parties to the litigation captioned <i>Carmen Socorro Cruz Hernandez et als v Family Department, ARV and AIJ</i> , Case No. K AC 1991-0665
21207	<i>Orlando Santiago Amador's Motion for Allowance and Payment of Administrative Expense Claim</i>	Orlando Santiago Amador ("Amador")
21208	<i>MCG's Motion for Allowance and Payment of Administrative Expense Claim</i>	MCG and the Able Child ("MCG")
21209	<i>COSEY's Motion for Allowance and Payment of Administrative Expense Claim</i>	Corporacion De Servicios Educativos De Yabucoa ("COSEY")
21224	<i>Application for Allowance of Payment Post Petition Administrative Claims Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Francisco bel Tran Cintron et als v. the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico and Reservation of Righths (sic)</i>	Certain parties to the litigation captioned <i>Francisco Beltran- Cintron et als. v Family Department, ARV and AIJ</i> , Case No. 2021-05-0345

ECF No.	Motion	Party ⁴
21227	<i>Application for Allowance of Administrative Expense Priority Payment Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Abraham Gimenez (1,046 Plaintiff's) v the Department of Transportation and Public Works and Reservation of Rights</i>	1,046 active or former full-time career employees at the Department of Transportation and Public Works
21229	<i>Motion Requesting Allowance and Payment of Administrative Expense Claim Filed by Pablo Melani Curra and Diana Velez Martinez</i>	Pablo Melani Curra and Diana Velez Martinez
21230	<i>Application for Allowance of Payment of Post Petition Administrative Expense Priority Claims, Filed by the Group in Litigation Caption Acevedo Arocho et. Als. v the Departamento Hacienda and Resevation of Righths (sic)</i>	Certain parties to the litigation captioned <i>Acevedo Arocho, Prudencio et als v. Departamento de Hacienda</i> , Case No. K AC 2003-5022

4. Pursuant to the Extension Order, (i) the deadline for the Debtors to respond to the Administrative Expense Motions is July 28, 2022 at 4:00 p.m. (Atlantic Standard Time) (the “Objection Deadline”); (ii) the deadline for Movants to file a reply is August 4, 2022 at 4:00 p.m. (Atlantic Standard Time); and (iii) the Administrative Expense Motions is scheduled to be heard in connection with the September 21, 2022 omnibus hearing. *Id.* at 5.

Request for Relief

5. Since the filing of the Administrative Expense Motions, the Oversight Board, together with AAFAF’s advisors, continue to review the substance and the validity of the claims asserted in the Administrative Expense Motions. This process requires obtaining voluminous amounts of background information from the Commonwealth, PBA, ERS, and its various agencies and departments (collectively, the “Government”). While the Oversight Board has received the necessary information to respond to the Administrative Expense Motions filed by various groups

of wage creditors,⁵ to which responses will be filed on or before the Objection Deadline, the Oversight Board requires additional time to complete the review process with respect to the following Administrative Expense Motions (collectively, the “Extended Admin Expense Motions”, and the parties below are collectively the “Applicable Movants”):

ECF No.	Motion	Party
21187	<i>Evertec’s Motion for Allowance of an Administrative Expense Claim</i>	Evertec
21191	<i>Ricoh Puerto Rico, Inc.’s Motion for Allowance and Payment of Administrative Expense Claim in the sum of \$4,864,017.20</i>	Ricoh Puerto Rico, Inc.
21192	<i>Plaintiff Blanca Iris Marrero’s Motion for Allowance and Payment of Administrative Expense Claim</i>	Blanca Iris Marrero
21207	<i>Orlando Santiago Amador’s Motion for Allowance and Payment of Administrative Expense Claim</i>	Amador
21208	<i>MCG’s Motion for Allowance and Payment of Administrative Expense Claim</i>	MCG
21209	<i>COSEY’s Motion for Allowance and Payment of Administrative Expense Claim</i>	COSEY
21229	<i>Motion Requesting Allowance and Payment of Administrative Expense Claim Filed by Pablo Melani Curra and Diana Velez Martinez</i>	Pablo Melani Curra and Diana Velez Martinez

6. Furthermore, such additional time would allow the Oversight Board to work with the respective Movants to seek a consensual resolution to the Extended Admin Expense Motions, if possible, and, at a minimum, to narrow any contested issues that may ultimately need to be brought before the Court.

⁵ These Administrative Expense Motions by various groups of wage creditors were filed at ECF Nos. 21194, 21195, 21224, 21227, and 21230.

7. Accordingly, and with the consent of the Applicable Movants, the Oversight Board proposes the following extensions to the deadlines set forth in the Scheduling Order only for the Extended Admin Expense Motions, docketed at ECF Nos. 21187, 21191, 21192, 21207, 21208, 21209, and 21229:

- The deadline to respond to the Extended Admin Expense Motions be extended to **August 26, 2022 at 4:00 p.m. (Atlantic Standard Time).**
- The deadline for parties to file replies to an opposition, if any, be extended to **September 2, 2022 at 4:00 p.m. (Atlantic Standard Time).**

8. Pursuant to Paragraph 1.H of the *Sixteenth Amended Notice, Case Management and Administrative Procedures* [ECF No. 20190-1] (the “Case Management Procedures”), the Oversight Board certifies that it has carefully examined the matter and concluded that there is a true need for an urgent motion; it has not created the urgency through any lack of due diligence; has made a bona fide effort to resolve the issues presented in the Urgent Motion; and has made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court.

Notice

9. The Oversight Board has provided notice of this motion in accordance with the Case Management Procedures to the following parties: (a) the Office of the United States Trustee for the District of Puerto Rico; (b) the indenture trustees and/or agents, as applicable, for the Debtors’ bonds; (c) the entities on the list of creditors holding the 20 largest unsecured claims against the Debtors; (d) counsel to the statutory committees appointed in these Title III cases; (e) the Office of the United States Attorney for the District of Puerto Rico; (f) counsel to the Oversight

Board; (g) the Puerto Rico Department of Justice; (h) the Other Interested Parties;⁶ (i) the Movants; and (j) all parties filing a notice of appearance in these Title III cases. A copy of the motion is also available at <https://cases.ra.kroll.com/puertorico/>.

10. The Oversight Board submits that, in light of the nature of the relief requested, no other or further notice need be given.

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⁶ The “Other Interested Parties” include the following: (i) counsel to certain of the insurers and trustees of the bonds issued or guaranteed by the Debtors; and (ii) counsel to certain ad hoc groups of holders of bonds issued or guaranteed by the Debtors.

WHEREFORE the Debtors request the Court enter the Proposed Order and grant such other relief as is just and proper.

Dated: July 28, 2022
San Juan, Puerto Rico

PROSKAUER ROSE LLP

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*Attorneys for the Financial Oversight and
Management Board as representative for the
Debtors*

Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

Re: ECF No. _____

(Jointly Administered)

**ORDER GRANTING URGENT CONSENSUAL MOTION FOR FURTHER
EXTENSION OF RESPONSE DEADLINES**

Upon the *Urgent Consensual Motion for Further Extension of Response Deadlines*, Dated July ____, 2022 (Docket Entry No. ____, the “Extension Motion”);² and the Court having found that the relief requested in the Extension Motion is in the best interests of the Debtors and the Movants; and the Court having found that the Oversight Board provided adequate and appropriate notice of the Extension Motion under the circumstances and that no other or further notice is required; and the Court having reviewed the Extension Motion; and the Court having determined that the factual bases set forth in the Extension Motion establish just cause for the relief granted

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Last Four Digits of Federal Tax ID: 3801) (Last Four Digits of Federal Tax ID: 3801) (Bankruptcy Case No. 19-BK-5523-LTS). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Extension Motion.

herein; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Extension Motion is granted as set forth herein.
2. The deadline to respond to the Extended Admin Expense Motions, docketed at ECF Nos. 21187, 21191, 21192, 21207, 21208, 21209, and 21229 in Case No. 17-3283, shall be extended to **August 26, 2022 at 4:00 p.m. (Atlantic Standard Time).**
3. The deadline for the Applicable Movants to file a reply shall be extended to **September 2, 2022 at 4:00 p.m. (Atlantic Standard Time).**

SO ORDERED.

Dated: July ___, 2022

LAURA TAYLOR SWAIN
United States District Judge